

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

IN RE MEDICAL PROPERTIES TRUST, INC.
SECURITIES LITIGATION

Case No. 1:23-cv-008597-VSB
Hon. Vernon S. Broderick

CLASS ACTION

**DECLARATION OF NATHANIEL CULLERTON ACCOMPANYING
DEFENDANTS' MEMORANDUM OF LAW IN SUPPORT OF THEIR
MOTION TO DISMISS THE FIRST AMENDED COMPLAINT**

I, Nathaniel Cullerton, pursuant to 28 U.S.C. § 1746, declare as follows:

1. I am a member of the law firm Wachtell, Lipton, Rosen & Katz, and am one of the attorneys for Defendants Medical Properties Trust, Inc. ("MPT"), Edward K. Aldag, Jr., R. Steven Hamner, and J. Kevin Hanna in the above-captioned proceeding. Accordingly, I am familiar with the facts of this case and the documents attached hereto. As an attorney admitted to practice before this Court, I respectfully submit this declaration to provide the Court with copies of the documents identified below, which are referenced in Defendants' Memorandum of Law in Support of Their Motion to Dismiss the First Amended Complaint.

2. Annexed hereto as **Exhibit A** is a true and correct copy of the Form 10-K filed with the SEC on February 29, 2024 by MPT.

3. Annexed hereto as **Exhibit B** is a true and correct copy of the Form 8-K filed with the SEC on May 25, 2023 by MPT.

4. Annexed hereto as **Exhibit C** is a true and correct copy of the Amendment Regarding Restructuring filed with the California Department of Managed Health Care on June 23, 2023 by Prospect Health Plan, Inc.

5. Annexed hereto as **Exhibit D** is a true and correct copy of the press release, dated August 8, 2023, included as Exhibit 99.1 to the Form 8-K filed with the SEC on August 8, 2023 by MPT.

6. Annexed hereto as **Exhibit E** is a true and correct copy of the Form 10-Q filed with the SEC on August 9, 2023 by MPT.

7. Annexed hereto as **Exhibit F** is a true and correct copy of the transcript of the earnings call conducted on August 8, 2023 by executives from MPT, downloaded from S&P Global.

8. Annexed hereto as **Exhibit G** is a true and correct copy of the press release published online on August 18, 2023 by MPT.

9. Annexed hereto as **Exhibit H** is a true and correct copy of the letter of agreement in Enforcement Matter Number 21-829, dated March 15, 2022, filed by the California Department of Managed Health Care.

10. Annexed hereto as **Exhibit I** is a true and correct copy of an analyst report by J.P. Morgan on MPT, titled “Stock and Fundamental Dynamics Driving Our Move from Neutral to Underweight,” dated August 21, 2023.

11. Annexed hereto as **Exhibit J** is a true and correct copy the press release dated October 26, 2023, included as Exhibit 99.1 to the Form 8-K filed with the SEC on October 26, 2023 by MPT.

12. Annexed hereto as **Exhibit K** is a true and correct copy of the proxy statement filed with the SEC on April 27, 2023 by MPT.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on January 14, 2025
New York, New York

/s/ Nathaniel Cullerton
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